

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**NOTICE OF AGENDA FOR HEARING SCHEDULED
FOR NOVEMBER 21, 2024, AT 10:30 A.M. (ET)**

This proceeding will be conducted **in-person** in Courtroom 6. All counsel and witnesses are expected to attend unless permitted to appear remotely via Zoom. Please refer to Judge Stickles' Chambers Procedures (<https://www.deb.uscourts.gov/content/judge-j-kate-stickles>) and the Court's website (<http://www.deb.uscourts.gov/ecourt-appearances>) for information on who may participate remotely, the method of allowed participation (video or audio), Judge Stickles' expectations of remote participants, and the advance registration requirements.

Registration is required by 4:00 p.m. (Prevailing Eastern Time) the business day before the hearing unless otherwise noticed using the eCourtAppearances tool available on the Court's website.

RESOLVED MATTERS

1. Motion of Dell Financial Services L.L.C. for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d), or in the Alternative, for Adequate Protection Payments ([D.I. 436](#), filed 10/7/24).

Objection Deadline: October 25, 2024, at 4:00 p.m. (ET); extended for the Debtors.

Responses Received: Informal comments received from the Debtors.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors' corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Related Documents:

- a) Certification of Counsel for Stipulation Regarding Motion of Dell Financial Services L.L.C. for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d), or in the Alternative, for Adequate Protection Payments ([D.I. 1067](#), filed 11/12/24).
- b) Order Approving Stipulation Regarding Motion of Dell Financial Services L.L.C. for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d), or in the Alternative, for Adequate Protection Payments ([D.I. 1071](#), entered 11/13/24).

Status: An order has been entered. A hearing on this matter is no longer necessary.

- 2. Application of the Official Committee of Unsecured Creditors in Big Lots, Inc. *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective September 24, 2024 ([D.I. 552](#), filed 10/18/24).

Objection Deadline: November 1, 2024, at 4:00 p.m. (ET); extended to November 5, 2024, at 4:00 p.m. for the U.S. Trustee.

Responses Received:

- a) Informal comments received from the U.S. Trustee.

Related Documents:

- a) Certification of Counsel Regarding Application of the Official Committee of Unsecured Creditors in Big Lots, Inc. *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective September 24, 2024 ([D.I. 1050](#), filed 11/8/24).
- b) Order Authorizing the Official Committee of Unsecured Creditors in Big Lots, Inc. *et al.*, to Retain and Employ McDermott Will & Emery LLP as Counsel, Effective September 24, 2024 ([D.I. 1083](#), entered 11/13/24).

Status: An order has been entered. A hearing on this matter is no longer necessary.

- 3. Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Special Real Estate Counsel, Efficiency Counsel and Delaware Counsel to the Official Committee of Unsecured Creditors Effective as of September 24, 2024 ([D.I. 553](#), filed 10/18/24).

Objection Deadline: November 1, 2024, at 4:00 p.m. (ET); extended to November 5, 2024, at 4:00 p.m. for the U.S. Trustee.

Responses Received:

- a) Informal comments received from the U.S. Trustee.

Related Documents:

- a) Certification of Counsel Regarding Application for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Special Real Estate Counsel, Efficiency Counsel and Delaware Counsel to the Official Committee of Unsecured Creditors Effective as of September 24, 2024 ([D.I. 1051](#), filed 11/8/24).
- b) Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as Special Real Estate Counsel, Efficiency Counsel and Delaware Counsel to the Official Committee of Unsecured Creditors Effective as of September 24, 2024 ([D.I. 1084](#), entered 11/13/24).

Status: An order has been entered. A hearing on this matter is no longer necessary.

- 4. Carl Brandt, Inc.'s Motion for Relief from the Automatic Stay to Effect Setoff ([D.I. 629](#), filed 10/28/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET); extended to November 18, 2024, at 4:00 p.m. (ET).

Responses Received: Informal comments from the Debtors.

Related Documents:

- a) Notice of Withdrawal of Motion for Relief from the Automatic Stay to Effect Setoff ([D.I. 1142](#), filed 11/18/24).

Status: This matter was withdrawn.

- 5. Logo Brands, Inc.'s Motion for Allowance of Administrative Expense Claim and Immediate Payment Thereof ([D.I. 684](#), filed 10/31/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET); extended to November 16, 2024, at 11:59 p.m. (ET).

Responses Received: Informal comments from the Debtors.

Related Documents:

- a) Notice of Withdrawal of Logo Brands, Inc.'s Motion for Allowance of Administrative Expense Claim and Immediate Payment Thereof ([D.I. 1112](#), filed 11/15/24).

Status: This matter was withdrawn.

ADJOURNED MATTERS

6. Motion of Judith Owczarkowski, as Administratrix for the Estate of Norman Owczarkowski for Relief from the Automatic Stay under Section 362 of the Bankruptcy Code and Waiver of Fourteen Day Stay Imposed by Rule 4001 (a)(3) ([D.I. 414](#), filed 10/4/24).

Objection Deadline: October 25, 2024, at 4:00 p.m. (ET); extended for the Debtors.

Responses Received:

- a) Debtors' Omnibus Objection to Motions for Relief from Automatic Stay Under Section 362 of the Bankruptcy Code ([D.I. 1103](#), filed 11/14/24).

Related Documents: None at this time.

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

7. Cicero 8148 LLC's Motion to Compel Immediate Rejection of Lease, Payment of Postpetition Rent, Allowance and Payment of Administrative Claims, and Related Relief ([D.I. 588](#), filed 10/18/24).

Objection Deadline: November 1, 2024, at 4:00 p.m. (ET); extended for the Debtors to November 8, 2024.

Responses Received: Informal comments received from the Debtors.

Related Documents: None.

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET) to document a settlement reached in principle.

8. Gerald Bogle's Motion for Relief from the Automatic Stay ([D.I. 672](#), filed 10/31/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET); extended to November 18, 2024, at 4:00 p.m. (ET).

Responses Received: None.

Related Documents: None.

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

9. Motion for Relief from Bankruptcy Automatic Stay to Proceed Against Insurance Proceeds ([D.I. 674](#), filed 10/31/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Debtors' Omnibus Objection to Motions for Relief from Automatic Stay Under Section 362 of the Bankruptcy Code ([D.I. 1103](#), filed 11/14/24).

Related Documents:

- a) Notice of Hearing in Support of Motion for Relief from Stay ([D.I. 858](#), filed 11/4/24).

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

10. Motion for Relief from Bankruptcy Automatic Stay to Proceed Against Insurance Proceeds ([D.I. 676](#), filed 10/31/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Debtors' Omnibus Objection to Motions for Relief from Automatic Stay Under Section 362 of the Bankruptcy Code ([D.I. 1103](#), filed 11/14/24).

Related Documents:

- a) Notice of Hearing in Support of Motion for Relief from Stay ([D.I. 861](#), filed 11/4/24).

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

11. Motion of John Florence for Order Granting Relief from the Automatic Stay ([D.I. 1027](#), filed 11/7/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Debtors' Omnibus Objection to Motions for Relief from Automatic Stay Under Section 362 of the Bankruptcy Code ([D.I. 1103](#), filed 11/14/24).

Related Documents:

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

12. Motion of T’Ron Bowie for Order Granting Relief from the Automatic Stay ([D.I. 1032](#), filed 11/7/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Debtors’ Omnibus Objection to Motions for Relief from Automatic Stay Under Section 362 of the Bankruptcy Code ([D.I. 1103](#), filed 11/14/24).

Related Documents:

- a) Exhibits to Motion of T’Ron Bowie for Order Granting Relief from the Automatic Stay ([D.I. 1034](#), filed 11/7/24).

Status: The parties have agreed to adjourn this matter to the hearing scheduled for December 19, 2024, at 2:00 p.m. (ET).

MATTERS UNDER CERTIFICATION

13. Application for Order Under Bankruptcy Code Section 1103 Authorizing the Employment and Retention of FTI Consulting, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of September 25, 2024 ([D.I. 554](#), filed 10/18/24).

Objection Deadline: November 1, 2024, at 4:00 p.m. (ET); extended to November 11, 2024, at 4:00 p.m. for the U.S. Trustee.

Responses Received:

- a) Informal comments received from the U.S. Trustee.

Related Documents:

- a) [SEALED] Supplemental Declaration of Cliff Zucker in Support of the Application for Order Under Bankruptcy Code Section 1103 Authorizing the Employment and Retention of FTI Consulting, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of September 25, 2024 (D.I. 1115, filed 11/15/24).
- b) Certification of Counsel Regarding Application for Order Under Bankruptcy Code Section 1103 Authorizing the Employment and Retention of FTI Consulting, Inc.

as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of September 25, 2024 ([D.I. 1139](#), filed 11/18/24).

Status: On November 18, 2024, the Committee submitted a certification of counsel with respect to this matter. Accordingly, a hearing on this matter is only necessary if the Court has questions.

14. Motion of Debtors for Entry of an Order (I) Establishing Certain Bar Dates for Filing Proofs of Claim Against the Debtors, and (II) Granting Related Relief, Including Notice and Filing Procedures ([D.I. 1038](#), filed 11/7/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Informal comments received from landlords represented by Allen Matkins Leck Gamble Mallory & Natsis LLP and Ballard Spahr LLP.

Related Documents:

- a) Certification of Counsel Regarding Order (I) Establishing Certain Bar Dates for Filing Proofs of Claim Against the Debtors, and (II) Granting Related Relief, Including Notice and Filing Procedures ([D.I. 1149](#), filed 11/18/24).

Status: On November 18, 2024, the Debtors submitted a certification of counsel with respect to this matter. Accordingly, a hearing on this matter is only necessary if the Court has questions.

MATTERS GOING FORWARD

15. Motion of Debtors for Entry of Orders (I) (A) Approving Bidding Procedures for Sale of Debtors' Assets, (B) Approving the Stalking Horse Bid Protections, (C) Scheduling Auction for, and Hearing to Approve, Sale of Debtors' Assets, (D) Approving Form and Manner of Notices of Sale, Auction, and Sale Hearing, and (E) Approving Assumption and Assignment Procedures, (II) (A) Approving Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief ([D.I. 18](#), filed 9/9/24).

Objection Deadline: November 6, 2024, at 4:00 p.m. (ET).

Cure Objections Received:

- a) See **Exhibit A**.

Adequate Assurance Objections Received:

- a) See **Exhibit B**.

Other Responses Received:

- a) Informal Comments from Liberty Mutual Insurance Company.
- b) Informal comments from the Chubb Companies.
- c) [WITHDRAWN] Limited Objection and Reservation of Rights of Kin Properties Inc. and its Affiliated Landlords to Debtors' Notices of Potential and Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts in Connection with Proposed Stalking Horse Sale of Substantially All of Debtors Assets ([D.I. 931](#), filed 11/6/24).
- d) Objection and Reservation of Rights of Tempur Sealy International, Inc. to the (I) Notice of Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount and (II) Proposed Sale Transaction ([D.I. 937](#), filed 11/6/24).
- e) Limited Objection and Reservation of Rights of Kin Properties Inc. and its Affiliated Landlords to Debtors' Notices of Potential and Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts in Connection with Proposed Stalking Horse Sale of Substantially All of Debtors' Assets ([D.I. 942](#), filed 11/6/24).
- f) Objection of 2413 Brewerton Road Plaza LLC, Benenson Capital Partners, LLC, CRI New Albany Square LLC, DLC Management Corporation, Gibraltar Management Co., Inc., National Realty & Development Corp., Rivercrest Realty Associates, LLC, and Wheeler REIT, LP to Proposed Lease Assumptions/Assignment and Reservation of Rights with Respect to the Sale Aspect of the Sale/Bid Procedures Motion ([D.I. 945](#), filed 11/6/24).
- g) Objection and Reservation of Rights of Ramsey Pike, LLC to the (I) Notice of Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Proposed Cure Amount and (II) Proposed Sale to Successful Bidder ([D.I. 953](#), filed 11/6/24).
- h) Objection and Reservation of Rights of Banckentucky, Inc. to the (I) Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Proposed Cure Amount and (II) Proposed Sale of Substantially All of the Debtors' Assets ([D.I. 954](#), filed 11/6/24).
- i) Limited Objection of the Official Committee of Unsecured Creditors to Proposed Sale of Substantially All of the Debtors' Assets ([D.I. 981](#), filed 11/6/24).

- j) Objection and Reservation of Rights of Kroger Limited Partnership I to the (I) Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Proposed Cure Amount and (II) Proposed Sale of Substantially All of the Debtors' Assets ([D.I. 983](#), filed 11/6/24).
- k) Blue Owl Real Estate Capital LLC's Objection to the Proposed Sale of Substantially All of the Debtors' Assets and Joinder in Support of the Official Committee of Unsecured Creditors' Sale Objection ([D.I. 992](#), filed 11/6/24).
- l) Limited Objection of 35/WCD Century South K/C/ Ltd., ARC ASANDSC001, LLC, ARC NWNCHSC001, LLC, BMA Beachwood, LLC, Brixmor Operating Partnership LP, Columbia Group Big, LLC, F & F Investments, LLC, Francis Carrington, Hanford Mall 2020 LLC, Hunting Creek Retail, LLC, Millan Holdings LLC, NS Retail Holdings, LLC, RD Management LLC, Robhana Group, Sun Plaza Shops, LLC TJ Elite Properties, LLC, and Trussville Promenade 1 Owner, LLC. To (1) Sale of Acquired Assets to the Successful Bidder, and (2) Notice of Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts ([D.I. 994](#), filed 11/6/24).

Related Documents:

- a) Declaration of Adam Rifkin in Support of Motion of Debtors for Entry of Orders (I) (A) Approving Bidding Procedures for Sale of Debtors' Assets, (B) Approving the Stalking Horse Bid Protections, (C) Scheduling Auction for, and Hearing to Approve, Sale of Debtors' Assets, (D) Approving Form and Manner of Notices of Sale, Auction, and Sale Hearing, and (E) Approving Assumption and Assignment Procedures, (II) (A) Approving Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances and (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (III) Granting Related Relief ([D.I. 197](#), filed 9/17/24).
- b) Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount ([D.I. 511](#), filed 10/16/24).
- c) Order (I) Approving Bidding Procedures for Sale of Debtors' Assets, (II) Approving the Stalking Horse Bid Protections, (III) Scheduling Auction for, and Hearing to Approve, Sale of Debtors' Assets, (IV) Approving Form and Manner of Notices of Sale, Auction, and Sale Hearing, (V) Approving Assumption and Assignment Procedures, and (VI) Granting Related Relief ([D.I. 612](#), entered 10/25/24) (the "**Bidding Procedures Order**").
- d) Notice of Successful Bidder for the Sale of the Debtors' Assets ([D.I. 661](#), filed 10/30/24).
- e) Notice of Proposed Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts ([D.I. 683](#), filed 10/31/24).

- f) Debtors' Omnibus Reply to Objections to the Proposed Sale of Substantially All of the Debtors' Assets ([D.I. 1146](#), filed 11/18/24).
- g) Notice of Filing of Proposed Sale Order ([D.I. 1153](#), filed 11/18/24).
- h) Blue Owl Capital LLC's Witness List for Hearing Scheduled for November 21, 2024 at 10:30 a.m. (ET) ([D.I. 1159](#), filed 11/19/2024).

Witnesses: The Debtors intend to call Adam Rifkin, James King, and Ronald A. Robins, each by proffer, in support of the sale motion. The Debtors understand that the Committee and Blue Owl Capital LLC each intend to call Evan P. Glucoft, Adam Rifkin, James A. King, Jonathan Ramsden, and Ronald A. Robins. The Debtors and the Committee are preparing a joint witness list for the convenience of the Court.

Status: This matter is going forward. Pursuant to paragraph 24 of the Bidding Procedures Order, all cure objections listed on **Exhibit A** are adjourned to a date to be determined. The adequate assurance objections listed on **Exhibit B** will go forward at the sale hearing to the extent that the leases or contracts are not treated as excluded contracts under the proposed sale order or APA.

- 16. Third Notice of Successful Bidders with Respect to the Auction of Certain of the Debtors' Lease Assets and Assumption and Assignment of Certain Unexpired Leases ([D.I. 1053](#), filed 11/8/24).

Objection Deadline: November 14, 2024, at 4:00 p.m. (ET).

Responses Received:

- a) Objection of DT Route 22 Retail LLC to Debtors Proposed Cure Amount and Assumption and Assignment of Lease ([D.I. 1073](#), filed 11/13/24).

Related Documents:

- a) Third Interim Order (I) Establishing Procedures to Sell Certain Leases, (II) Approving the Sale of Certain Leases and (III) Granting Related Relief ([D.I. 650](#), entered 10/29/24).
- b) Third Notice of (A) Bid Deadline, (B) Sale Hearing, and (C) Potential Assumption and Assignment of Certain Unexpired Leases ([D.I. 662](#), filed 10/30/24).
- c) Notice of Abandonment, Utilization and Disposal of Personal Property on Certain of the Debtors' Leased Premises Sold Pursuant to the November Wave Lease Sales ([D.I. 663](#), filed 10/30/24).

- d) Notice of Potential Utilization and Disposal of Personal Property on Certain of the Debtors' Leased Premises Sold Pursuant to the November Wave Lease Sales ([D.I. 664](#), filed 10/30/24).

Status: The Debtors intend to submit a consensual form of order under certification of counsel in advance of the hearing.

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Dated: November 19, 2024
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

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